

**IN THE UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF DELAWARE**

NOVO NORDISK A/S,

Plaintiff and Counterdefendant,

v.

AVENTIS PHARMACEUTICALS INC,

Defendants and Counterplaintiffs, and

SANOFI-AVENTIS, AVENTIS
PHARMA DEUTSCHLAND GMBH, and
AVENTIS PHARMA AG

Defendants.

C.A. No. 05-645 (SLR)

**NOVO NORDISK A/S' REPLY TO AVENTIS PHARMACEUTICALS INC.'S ANSWER
AND COUNTERCLAIMS**

Plaintiff Novo Nordisk A/S ("Novo Nordisk"), by its attorneys White & Case LLP and Richards, Layton & Finger, P.A., for their Reply to Aventis Pharmaceuticals Inc.'s ("Aventis Pharmaceuticals") Answer and Counterclaims, herein allege:

AVENTIS PHARMACEUTICALS' COUNTERCLAIMS

PARTIES

1. Upon information and belief, paragraph 1 of Aventis Pharmaceuticals' Counterclaims is admitted.
2. Paragraph 2 of Aventis Pharmaceuticals' Counterclaims is admitted.

JURISDICTION AND VENUE

3. Novo Nordisk admits that Aventis Pharmaceuticals purports to present counterclaims such that this Court has subject matter jurisdiction under 28 U.S.C. §§ 1331 and 1338(a). Novo Nordisk denies paragraph 3 of Aventis Pharmaceuticals' Counterclaims in all other respects.

4. Novo Nordisk admits the allegations set forth in paragraph 4 of Aventis Pharmaceuticals' Counterclaims.

AVENTIS PHARMACEUTICALS' FIRST COUNTERCLAIM COUNT

5. Novo Nordisk realleges and incorporates its responses to paragraphs 1-4 of Aventis Pharmaceuticals' Counterclaims as set forth above.

6. Novo Nordisk admits that it alleged it owns the '408 patent and that Aventis Pharmaceuticals infringes the '408 patent in its Complaint for patent infringement.

7. Novo Nordisk admits that Aventis Pharmaceuticals alleges in paragraph 7 of Aventis Pharmaceuticals' First Counterclaim Count that an actual case or controversy exists between Aventis Pharmaceuticals and Novo Nordisk regarding Aventis Pharmaceuticals' infringement of the '408 patent, but neither admits nor denies the allegation of paragraph 7 of the First Counterclaim Count, as it sets forth a conclusion of law. Novo Nordisk denies that Aventis Pharmaceuticals does not infringe the '408 patent.

8. Novo Nordisk denies the allegations set forth in paragraph 8 of Aventis Pharmaceuticals' First Counterclaim Count.

9. Novo Nordisk denies the allegations set forth in paragraph 9 of Aventis Pharmaceuticals' First Counterclaim Count.

10. Novo Nordisk denies the allegations set forth in paragraph 10 of Aventis Pharmaceuticals' First Counterclaim Count.

11. Novo Nordisk denies the allegations set forth in paragraph 11 of Aventis Pharmaceuticals' First Counterclaim Count.

AVENTIS PHARMACEUTICALS' SECOND COUNTERCLAIM COUNT

12. Novo Nordisk realleges and incorporates its responses to paragraphs 1-11 of Aventis Pharmaceuticals' Counterclaims as set forth above.

13. Novo Nordisk admits that Aventis Pharmaceuticals alleges in paragraph 13 of Aventis Pharmaceuticals' Second Counterclaim Count that an actual case or controversy exists between Aventis Pharmaceuticals and Novo Nordisk regarding validity of the '408 patent but neither admits nor denies the allegation of paragraph 13 of the Second Counterclaim Count, as it sets forth a conclusion of law. Novo Nordisk denies that the '408 patent is invalid under the Patent Laws of the United States, 35 U.S.C. §§ 100, *et seq.*

14. Novo Nordisk denies the allegations set forth in paragraph 14 of Aventis Pharmaceuticals' Second Counterclaim Count.

RELIEF REQUESTED

15. Novo Nordisk denies that Aventis Pharmaceuticals is entitled to the relief sought in items (A-G) on page 9 of its Counterclaims.

AFFIRMATIVE DEFENSES TO COUNTERCLAIMS

16. Counterclaim Defendant Novo Nordisk hereby realleges and incorporates by reference the allegations set forth in the Complaint in this action.

17. Aventis Pharmaceuticals' Counterclaims are barred, in whole or in part, because they fail to state a claim upon which relief may be granted.

NOVO NORDISK'S PRAYER FOR RELIEF RESPECTING COUNTERCLAIMS

WHEREFORE, Novo Nordisk requests that the Court enter an Order and Judgment:

- A. Dismissing Aventis Pharmaceuticals' Counterclaims with prejudice;
- B. Declaring the '408 patent valid and infringed;
- C. Awarding to Novo Nordisk its costs, attorneys' fees, and expenses incurred in

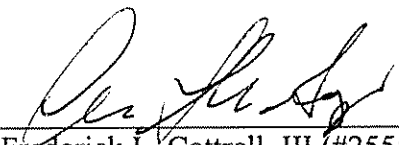
defending against Aventis Pharmaceuticals' Counterclaims;

D. Awarding Novo Nordisk such other and further relief as the Court deems just and equitable.

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Dated: October 31, 2005



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**UNITED STATES DISTRICT COURT
DISTRICT OF DELAWARE**

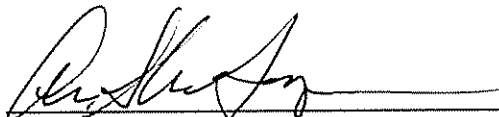
CERTIFICATE OF SERVICE

I hereby certify that on October 31, 2005, I caused to be served by hand delivery the foregoing document and electronically filed the same with the Clerk of Court using CM/ECF which will send notification of such filing(s) to the following:

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I hereby certify that on October 31, 2005, I have sent by Federal Express the foregoing document to the following non-registered participants:

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